

FILED/ACCEPTED

MAY - 1 2007

Federal Communications Commission
Office of the Secretary

May 1, 2007

BY HAND DELIVERY

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
c/o Natek, Inc.
236 Massachusetts Avenue, N.E.
Suite 110
Washington, DC 20002

Re: PAETEC Communications, Inc. and US LEC Communications Inc. -- Withdrawal
of Domestic Section 214 Application Filed on April 18, 2007

Dear Ms. Dortch:

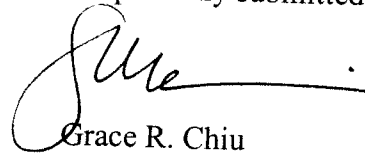
On behalf of PAETEC Communications, Inc. ("PAETEC") and US LEC Communications Inc. ("US LEC," together with PAETEC, the "Parties"), this letter notifies the Commission of the Parties' withdrawal of their application for domestic section 214 authority filed with the FCC on April 18, 2007 ("Application"). An original and four (4) copies of this filing are enclosed. Kindly date-stamp the extra copy of this filing and return it to the courier.

By way of background, the Application, which is captioned "Application of US LEC Communications Inc. and PAETEC Communications, Inc. for Approval to Transfer Assets Consisting of US LEC's Customer Base in Certain States," was filed by courier with the FCC c/o Mellon Bank. The Application, however, has not been accepted for filing by the Wireline Competition Bureau ("Bureau"). Instead, the Bureau has informed the undersigned counsel that the proposed transaction that is the subject of the Application is *pro forma* and does not require Commission approval. Specifically, it is our understanding that the transfer of customer accounts between two entities that are under common ownership and control is considered to be a *pro forma* transfer of assets for which the Parties are not required to obtain a grant of domestic section 214 authority. Accordingly, the Parties hereby withdraw the Application.

Marlene H. Dortch
May 1, 2007
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Please contact the undersigned if there are any questions.

Respectfully submitted,



Grace R. Chiu

Their Counsel

cc (via email):

William Dever
Jodie May
Dennis Johnson
Tracey Wilson-Parker